

RECORDATION NO. 29842-A FILED

SEP 15 '11 -3 00 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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September 14, 2011

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U S C. Section 11301(a) are two (2) copies of a Memorandum of Partial Termination of Lease, dated as of August 31, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease and Collateral Assignment of Lease previously filed with the Board under Recordation Number 29842.

The name and address of the party to the enclosed document are:

Lessor/Assignor: Compass Rail VI Corporation
750 Battery Street, Suite 430
San Francisco, CA 94111

[Lessee: NOVA Chemicals, Inc.
1555 Coraopolis Heights Road
Moon Township, PA 15108

Section Chief
September 14, 2011
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A description of the railroad equipment covered by the enclosed document is:

4 railcars TERMINATED: CMPX 470025, 470033, 470070 and 470095

A short summary of the document to appear in the index is:

Memorandum of Partial Termination of Lease

Also enclosed is a check in the amount of \$41 00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned

Very truly yours,

A handwritten signature in black ink, appearing to read 'E. M. Luria', with a stylized, flowing script.

Edward M. Luria

EML/sem
Enclosures

SEP 15 '11 -3 00 PM

MEMORANDUM OF PARTIAL TERMINATION OF LEASE

As of August 31, 2011

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF PARTIAL TERMINATION OF LEASE is intended to evidence the partial termination of that certain MASTER RAILCAR LEASE AGREEMENT dated as of January 10, 2011 (the "Lease") by and between COMPASS RAIL VI CORPORATION, a California corporation with offices at 750 Battery Street, Suite 430, San Francisco, CA 94111 ("Lessor") and NOVA CHEMICALS, INC. of 1555 Coraopolis Heights Road, Moon Township, PA 15108 ("Lessee") with respect to the four (4) railcars specified on Schedule 1 hereto.


Pursuant to the Lease, Lessor has leased to Lessee the four (4) covered hopper cars specified on Schedule 1 hereto (the "Railcars"). Documents regarding the Railcars have been previously filed with the Surface Transportation Board ("STB") and assigned Recordation No. 29842. The Lease has now been terminated as to these four (4) Railcars.

This Memorandum of Partial Termination of Lease is executed for the purpose of releasing certain railcars from the Lease and any amendments thereto and is without prejudice to any other continuing rights and obligations of the parties under the Lease and any amendments thereto. This Memorandum of Partial Termination of Lease is entered into for the purpose of satisfying the requirements of recordation with the United States Department of Transportation Surface Transportation Board under 49 U.S.C Section 11301 and with the Registrar General of Canada under applicable law.

IN WITNESS WHEREOF, Lessor has caused this Memorandum of Partial Termination of Lease to be duly executed all as of the date first above written, and the undersigned hereby declare pursuant to 28 U.S.C. Section 1746 under penalty of perjury that the foregoing is a true and correct document and was executed on the date indicated below their signatures

Lessor:

Compass Rail VI Corporation

By: 
Stephen C. Bieneman
Title: President

I hereby certify under the pains and penalty of perjury that I hold the title and office specified above, that this Memorandum of Partial Termination of Lease was signed on behalf of Compass Rail VI Corporation by authority of its Board of Directors and that the execution of this instrument is the free act and deed of the company.


Stephen C. Bieneman

Schedule 1

The Railcars:

Four (4) 5850 c/f/c 263 GRL "plastic pellet" covered hopper cars equipped with interior coating, vented hatches and pneumatic outlet gates with the following marks:

Car Count	Car Mark	Car No.
1	CMPX	470025
2	CMPX	470033
3	CMPX	470070
4	CMPX	470095